

**SURYALAKSHMI COTTON MILLS LIMITED**  
Regd. Off: 6<sup>TH</sup> Floor, Surya Towers, 105, S.P.Road, Secunderabad – 500 003.  
Telangana State, India.  
CIN: L17120TG1962PLC000923

### REMUNERATION POLICY

(A) The key objective of the Policy is

1. To ensure that the level and composition of remuneration involves a balance reflecting short and long term performance objectives appropriate to the working of the Company and its goals is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
2. To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies.
3. To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
4. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

(B) The Whole-time Director(s) shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders subject to the relevant provisions of the Companies Act, 2013.

(C) The remuneration / compensation etc. to the Chief Financial Officer, Company Secretary and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval.

(D) The Chief Financial Officer, Company Secretary and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee.

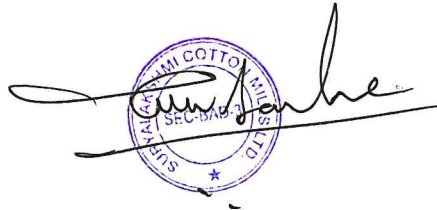


**(E) Sitting Fees**

The Non- Executive / Independent Director(s) may receive remuneration by way of fees for attending meetings of Board or Committee thereof provided that the amount of such fees shall not exceed Rs. One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Criteria of making payment to Non-executive Directors.

No payments are made to Non-Executive Directors, other than sitting fees for attending Board/Committee meetings.



A handwritten signature in black ink is written over a circular purple stamp. The stamp contains the text "SUGAR AND COTTON MILLS LTD." around the top edge and "SECURITIES" around the bottom edge, with a small star symbol at the bottom center.